**HAZEN PAUL** Form 3 April 18, 2013

## FORM 3

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

**OMB** Number:

3235-0104

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person \*

(Last)

HAZEN PAUL

(First) (Middle)

Statement

(Month/Day/Year)

04/18/2013

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

BLACKHAWK NETWORK HOLDINGS, INC

[HAWK]

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O BLACKHAWK NETWORK HOLDINGS, INC., Â 6220 STONERIDGE MALL ROAD

(Street)

(Check all applicable)

\_X\_\_ Director 10% Owner Officer Other (give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

#### PLEASANTON. CAÂ 94588

(State)

1. Title of Security (Instr. 4)

(City)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

**Expiration Date** (Month/Day/Year)

2. Date Exercisable and

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

or Exercise Price of Derivative

5. Conversion Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Title

Direct (D) Security

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	(1)	07/03/2015	Class B Common Stock	50,000	\$ 6.63	D	Â

# **Reporting Owners**

	Relationships				
Reporting Owner Name / Address		10% Owner	Officer	Other	
HAZEN PAUL C/O BLACKHAWK NETWORK HOLDINGS, INC. 6220 STONERIDGE MALL ROAD PLEASANTON, CA 94588	ÂX	Â	Â	Â	

### **Signatures**

/s/ Marcia Peterson, as Attorney-in-Fact for Paul
Hazen

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
  - The shares vest pursuant to the following schedule: Twenty Percent (20%) of the shares subject to the option vest on each of the first,
- (1) second, third, fourth and fifth anniversary of June 1, 2008, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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